

**EXHIBIT B TO ORRICK'S
FOURTH QUARTERLY:
MONTHLY FEE APPLICATION
FOR THE PERIOD
NOVEMBER 1-30, 2006**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|--|---|--|
| In re: |) | Chapter 11 |
| |) | |
| W.R. GRACE & CO., <u>et al.</u> |) | Case No. 01-1139 (JKF) |
| |) | |
| Debtors. |) | Objection Deadline: January 31, 2007 at 4:00 p.m. |
| |) | Hearing: Schedule if Necessary (Negative Notice) |

**NOTICE OF FILING OF
TENTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Orrick, Herrington & Sutcliffe LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Tenth Monthly Application of Orrick, Herrington & Sutcliffe LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period November 1, 2006 through November 30, 2006, seeking payment of fees in the amount of \$309,943.20 (80% of \$387,429.00) and expenses in the amount of \$31,267.21, for a total amount of \$341,210.41 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **January 31, 2007 at 4:00 p.m., Eastern Time.**

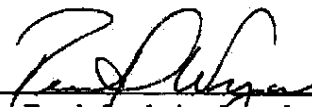
At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 3050 K Street, NW, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: January 11, 2007

By: 
Roger Frankel, admitted *pro hac vice*
Richard H. Wyron, admitted *pro hac vice*
The Washington Harbour
3050 K Street, NW
Washington, DC 20007
(202) 339-8400
Co-Counsel to David T. Austern, Future Claimants
Representative

—and—

PHILLIPS, GOLDMAN & SPENCE, P.A.
John C. Phillips, Jr. (#110)
1200 North Broom Street
Wilmington, DE 19806
(302) 655-4200
(302) 655-4210 (fax)
Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|---------------------------------|---|--|
| In re: |) | Chapter 11 |
| W.R. GRACE & CO., <u>et al.</u> |) | Case No. 01-1139 (JKF) |
| Debtors. |) | Objection Deadline: January 31, 2007 at 4:00p.m. |
| |) | Hearing: Schedule if Necessary (Negative Notice) |

COVER SHEET TO TENTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
NOVEMBER 1, 2006 THROUGH NOVEMBER 30, 2006

Name of Applicant: Orrick, Herrington & Sutcliffe LLP ("Orrick")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006

Period for which compensation is sought: November 1, 2006 through November 30, 2006

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$387,429.00

80% of fees to be paid: \$309,943.20¹

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 31,267.21

Total Fees @ 80% and 100% Expenses: \$341,210.41

This is an: interim X monthly final application.

¹ Pursuant to the Administrative Order, as amended, entered April 17, 2002, absent timely objections, the Debtors are authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 22.60 hours and the corresponding fees are \$5,070.50 and \$5,139.73 in expenses for Orrick's fee applications and 14.00 hours and \$2,198.00 in fees and \$3,733.75 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's Tenth interim fee application for the period November 1-30, 2006. Orrick has previously filed the following interim fee applications with the Court:

| <u>Interim Period</u> | <u>Fees @ 100%</u> | <u>Fees @ 80%</u> | <u>Expenses @ 100%</u> | <u>Total Fees @ 80% & 100% Expenses</u> |
|--|--------------------|-------------------|------------------------|---|
| First Interim Period February 6-28, 2006 | \$89,026.00 | \$71,220.80 | \$0.00 | \$71,220.80 |
| Second Interim Period March 1-31, 2006 | \$117,266.25 | \$93,813.00 | \$7,501.32 | \$101,314.32 |
| Third Interim Period April 1-30, 2006 | \$125,362.50 | \$100,290.00 | \$1,783.43 | \$102,073.43 |
| Fourth Interim Period May 1-31, 2006 | \$136,416.00 | \$109,132.80 | \$6,389.80 | \$115,522.60 |
| Fifth Interim Period June 1-30, 2006 | \$194,266.75 | \$155,413.40 | \$6,395.69 | \$161,809.09 |
| Sixth Interim Period July 1-31, 2006 | \$181,982.00 | \$145,585.60 | \$11,934.45 | \$157,520.05 |
| Seventh Interim Period August 1-31, 2006 | \$152,041.50 | \$121,633.20 | \$5,711.17 | \$127,344.37 |
| Eighth Interim Period Sept. 1-30, 2006 | \$223,996.25 | \$179,197.00 | \$8,006.50 | \$187,203.05 |
| Ninth Interim Period October 1-31, 2006 | \$225,845.00 | \$180,676.00 | \$24,528.57 | \$205,204.57 |

To date, Orrick has received payments from the Debtors in the following amounts:

- \$71,220.80 representing 80% of fees and 100% of expenses for February 2006
- \$101,314.32 representing 80% of fees and 100% of expenses for March 2006
- \$17,805.20 representing 20% of fees for February 2006
- \$23,453.25 representing 20% of fees for March 2006
- \$102,073.43 representing 80% of fees and 100% of expenses for April 2006
- \$115,522.60 representing 80% of fees and 100% of expenses for May 2006
- \$161,809.09 representing 80% of fees and 100% of most expenses for June 2006
- \$157,520.05 representing 80% of fees and 100% of expenses for July 2006
- \$127,344.37 representing 80% of fees and 100% of expenses for August 2006
- \$187,203.05 representing 80% of fees and 100% of expenses for September 2006
- \$91,209.05 representing 20% of fees for April, May and June 2006

COMPENSATION SUMMARY
NOVEMBER 1-30, 2006

| <u>Name of Professional Person</u> | <u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u> | <u>Hourly Billing Rate</u> | <u>Total Billed Hours</u> | <u>Total Fees</u> |
|---|---|---|--|--------------------------|
| John Ansbro | Partner, 2 years in position; 12 years relevant experience; 1995, Litigation | \$570 | 22.2 | \$12,654.00 |
| Roger Frankel | Partner, 23 years in position; 35 years relevant experience; 1971, Bankruptcy | \$725 | 93.5 | \$67,787.50 |
| Jonathan P. Guy | Partner, 6 years in position; 16 years relevant experience; 1993, Bankruptcy | \$605 | 72.7 | \$43,983.50 |
| Garret G. Rasmussen | Partner, 24 years in position; 32 years relevant experience; 1974, Litigation | \$645 | 30.3 | \$19,543.50 |
| Raymond G. Mullady, Jr. | Partner, 13 years in position; 23 years relevant experience; 1983, Litigation | \$660 | 62.5 | \$40,425.00 ² |
| Richard H. Wyron | Partner, 17 years in position; 27 years relevant experience; 1979, Bankruptcy | \$645 | 42.5 | \$27,412.50 |
| Mary A. Wallace | Of Counsel, 5 years in position; 17 years relevant experience; 1989, Corporate | \$500 | .2 | \$100.00 |
| Matthew W. Cheney | Associate, 8 years in position; 8 years relevant experience; 1997, Bankruptcy | \$490 | 44.3 | \$21,707.00 |
| Debra L. Felder | Associate, 4 years in position; 4 years relevant experience; 2002, Bankruptcy | \$430 | 184.4 | \$79,292.00 |
| Annie L. Hermele | Associate, 2 years in position; 2 years relevant experience; 2004, Litigation | \$375 | 37.9 | \$14,212.50 |
| Katherine Thomas | Associate, 3 years in position; 3 years relevant experience; 2003, Bankruptcy | \$375 | 12.5 | \$4,687.50 |
| Shannon D. Venegas | Associate, 2 years in position; 2 years relevant experience; 2004, Litigation | \$375 | 99.9 | \$37,462.50 |
| Rachael M. Barainca | Legal Assistant | \$140 | 60.0 | \$8,400.00 |

² This amount reflects a reduction of \$825.00 for the 50% discount of hourly rates for 2.5 hours of non-working travel billed to the Litigation Matter.

| <u>Name of Professional Person</u> | <u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u> | <u>Hourly Billing Rate</u> | <u>Total Billed Hours</u> | <u>Total Fees</u> |
|------------------------------------|--|----------------------------|---------------------------|---------------------|
| James Cangialosi | Legal Assistant | \$220 | 1.0 | \$220.00 |
| Debra O. Fullem | Senior Legal Assistant | \$210 | 18.9 | \$3,969.00 |
| Aurora M. Hamilton | Legal Assistant | \$190 | 4.0 | \$760.00 |
| Edward Moran Lafayette | Legal Assistant | \$145 | 27.5 | \$3,987.50 |
| Total | | | 814.3 | \$387,429.00 |
| Blended Rate: \$475.78 | | | | |

COMPENSATION BY PROJECT CATEGORY
NOVEMBER 1-30, 2006

| <u>Project Category</u> | <u>Total Hours</u> | <u>Total Fees</u> |
|--------------------------------------|--------------------|---------------------|
| Case Administration | 18.5 | \$2,765.00 |
| Insurance | 7.4 | \$4,869.00 |
| Litigation | 723.8 | \$354,275.00 |
| Plan & Disclosure Statement | 24.6 | \$17,537.50 |
| Retention of Professionals-Orrick | 3.4 | \$714.00 |
| Compensation of Professionals-Other | 14.0 | \$2,198.00 |
| Compensation of Professionals-Orrick | 22.6 | \$5,070.50 |
| TOTAL | 512.30 | \$387,429.00 |

EXPENSE SUMMARY
NOVEMBER 1-30, 2006

| <u>Expense Category</u> | <u>Total</u> |
|----------------------------|--------------------------|
| Court Messenger Research | \$85.00 |
| Duplicating | \$3,420.05 |
| Expert: Fees and Expenses | \$14,290.00 ³ |
| Facsimile | \$5.00 |
| Meals | \$620.99 |
| Parking | \$43.00 |
| Postage/Express Delivery | \$996.13 |
| Telephone | \$237.99 |
| Travel - Air Fare/Train | \$389.25 |
| Travel - Taxi | \$19.00 |
| Westlaw and Lexis Research | \$3,078.45 |
| TOTAL | \$31,267.21 |

³ The FCR has designated a number of experts in connection with the estimation of Grace's asbestos personal injury liabilities. This amount includes fees and expenses paid to such consulting on litigation experts during the month of November.

Orrick's Client Charges and Disbursements Policy effective January 1, 2006, is as follows:

- a. **Duplicating** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.
- b. **Long Distance Telephone and Facsimile Charges** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.50 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.
- c. **Messenger and Courier Service** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.
- d. **Overtime** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. ***Computerized Research*** – It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: January 11, 2007

By: 

Roger Frankel, admitted *pro hac vice*

Richard H. Wyron, admitted *pro hac vice*

The Washington Harbour

3050 K Street, NW

Washington, DC 20007

(202) 339-8400

Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

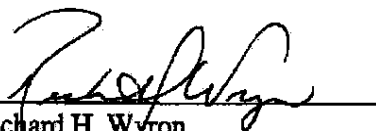
Case No. 01-1139 (JKF)

VERIFICATION

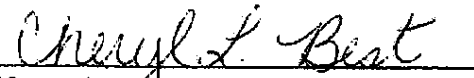
DISTRICT OF COLUMBIA, TO WIT:

Richard H. Wyron, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Orrick, Herrington & Sutcliffe LLP ("Orrick") and have been admitted *pro hac vice* to appear in these cases.
2. I have personally performed many of the legal services rendered by Orrick as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Orrick as set forth in the invoices attached as Exhibit A¹ to Orrick's monthly interim application.
3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.


Richard H. Wyron

SWORN AND SUBSCRIBED TO BEFORE ME
THIS 11th DAY OF JANUARY, 2007


Notary Public

My commission expires: 11-14-10

¹ Certain portions of the time entries in the attached Exhibit A have been redacted as they contain confidential information.

EXHIBIT A



ORRICK, HERRINGTON & SUTCLIFFE LLP
WASHINGTON HARBOUR
2050 K STREET, NW
WASHINGTON, DC 20007-5135
tel 202-339-8400
fax 202-339-8500
WWW.ORRICK.COM

David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

December 13, 2006
Client No. 17367
Invoice No. 1044975

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through November 30, 2006 in
connection with the matters described on the attached pages:

DISBURSEMENTS as per attached pages:

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

Matter(s): 17367/11, 12, 13, 2, 7, 8, 9

| | |
|----|-------------------|
| \$ | 387,429.00 |
| | 31,267.21 |
| \$ | <u>418,696.21</u> |

DUE UPON RECEIPT

The following is for information only:
Previous Balance not included in this invoice:
\$448,764.17

In order to ensure proper credit to your account,
please reference your INVOICE and CLIENT numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:
Orrick, Herrington & Sutcliffe LLP
4253 Collections Center Drive
Chicago, IL 60693
Reference: 17367/ Invoice: 1044975
E.I.N. 94-2952627
Overnight deliveries: (312) 974-1642

**ELECTRONIC FUNDS
TRANSFERS:**
Wire Transfers Only:
ABA Number 0260-0959-3
Bank of America
100 West 33rd Street, NY, NY 10001
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1044975
E.I.N. 94-2952627

**ELECTRONIC FUNDS
TRANSFERS:**
ACH Transfers Only:
ABA Number 121-000358
Bank of America
San Francisco Main Branch
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1044975
E.I.N. 94-2952627



ORRICK

David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

December 13, 2006
Client No. 17367
Invoice No. 1044975

Orrick Contact: Roger Frankel

For Legal Services Rendered Through November 30, 2006 in Connection With:

Matter: 2 - Case Administration

| | | | |
|----------|-------------|--|------|
| 11/01/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/02/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/02/06 | D. Fullem | Review docket updates. | 0.20 |
| 11/03/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/03/06 | R. Barainca | Download all documents from adversary case regarding National Union Fire Insurance Company for K. Thomas. | 1.50 |
| 11/03/06 | D. Fullem | Review docket updates (.2); prepare e-mail to D. Felder regarding questions on extended objection deadlines (.2); prepare updates to case calendar and circulate for review (1.0). | 1.40 |
| 11/06/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.30 |
| 11/07/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/08/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/09/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/09/06 | D. Fullem | Confer with R. Wyron, D. Felder, and R. Barainca regarding case calendars. | 0.30 |
| 11/09/06 | D. Fullem | Review e-mail from C. Hartman re pleadings filed for us and originals to send to PG&S. | 0.30 |
| 11/10/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/13/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/14/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.70 |
| 11/14/06 | R. Barainca | Update case calendar. | 0.50 |
| 11/15/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/16/06 | R. Barainca | Update case calendar. | 2.90 |
| 11/16/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/16/06 | D. Fullem | Confer with R. Barainca regarding calendar updates. | 0.20 |
| 11/17/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/20/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.30 |
| 11/20/06 | R. Barainca | Update case calendar. | 0.60 |
| 11/20/06 | R. Barainca | Arrange for K. Thomas to listen telephonically to November 27, 2006 hearing. | 0.20 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 2

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-------------|--|------|
| 11/20/06 | D. Fullem | Confer with R. Barainca regarding updating of case calendar. | 0.10 |
| 11/21/06 | R. Barainca | Update case calendar. | 0.90 |
| 11/21/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/22/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/22/06 | R. Barainca | Update case calendar. | 0.80 |
| 11/22/06 | R. Barainca | Send J. Hermann documents requested by e-mail. | 0.50 |
| 11/27/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.30 |
| 11/28/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 11/29/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.30 |
| 11/29/06 | R. Barainca | Update case calendar. | 1.30 |
| 11/30/06 | R. Barainca | Review Court docket; download documents and distribute. | 0.30 |
| 11/30/06 | R. Barainca | Update case calendar. | 1.80 |

Total Hours 18.50

Total For Services

\$2,765.00

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|------------------------------|--------------|-----------------|-------------------|
| Rachael Barainca | 16.00 | 140.00 | 2,240.00 |
| Debra O. Fullem | 2.50 | 210.00 | 525.00 |
| Total All Timekeepers | 18.50 | \$149.46 | \$2,765.00 |

Disbursements

Duplicating Expense

1.65

Outside Services

240.48

Postage

4.20

Telephone

9.57

Total Disbursements

\$255.90

Total For This Matter

\$3,020.90



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 3

December 13, 2006
Invoice No. 1044975

For Legal Services Rendered Through November 30, 2006 in Connection With:

Matter: 7 - Insurance Matters

| | | | |
|----------|------------|--|------|
| 11/01/06 | R. Wyron | Review and respond to e-mails regarding language changes in Equitas deal. | 0.30 |
| 11/03/06 | R. Wyron | Review Equitas escrow agreement and provide comments. | 0.90 |
| 11/09/06 | R. Wyron | Review e-mails and drafts on revisions to Equitas agreement. | 0.60 |
| 11/10/06 | R. Wyron | Begin review of latest round of changes to Equitas agreement and notes re same (.6); review AIG and Zurich issues (.5). | 1.10 |
| 11/12/06 | R. Wyron | Complete review of Equitas settlement and revisions to settlement and escrow agreements (2.1); send and respond to e-mails re AIG and Zurich settlements (.4). | 2.50 |
| 11/13/06 | R. Wyron | Review revised Equitas agreement and follow-up. | 0.40 |
| 11/13/06 | R. Frankel | Review summaries of Grace settlements with AIG, Zurich. | 0.80 |
| 11/19/06 | R. Wyron | Review final Equitas settlement and sign-off. | 0.40 |
| 11/22/06 | R. Frankel | Review Equitas settlement, implications for plan issues. | 0.40 |

Total Hours 7.40

Total For Services

\$4,869.00

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|--------------|-------------|---------------|
| Roger Frankel | 1.20 | 725.00 | 870.00 |
| Richard H. Wyron | 6.20 | 645.00 | 3,999.00 |
| Total All Timekeepers | 7.40 | \$657.97 | \$4,869.00 |

Total For This Matter

\$4,869.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 4

December 13, 2006
Invoice No. 1044975

For Legal Services Rendered Through November 30, 2006 in Connection With:

Matter: 8 - Litigation

| | | | |
|----------|-----------------|---|-------|
| 11/01/06 | K. Thomas | Review and respond to e-mail and voice mail from R. Wyron re reviewing docket for Grace adversary. | 0.10 |
| 11/01/06 | S. Venegas | Research and draft motion to compel. | 9.00 |
| 11/01/06 | D. Felder | Review and revise exclusivity appeal brief (6.2); review pleadings contained in record on appeal regarding same (1.1); telephone conference with Tillinghast experts regarding estimation issues and status (.1); review medical expert reports for Tillinghast experts (.5). | 7.90 |
| 11/01/06 | M. Cheney | Review deposition transcript of J. Hughes. | 1.40 |
| 11/01/06 | M. Cheney | Review deposition transcript of R. Beber. | 2.60 |
| 11/01/06 | J. Guy | Review various court transcripts concerning exclusivity, prior filings re same, draft appeal (2.5); prepare draft appellate exclusivity brief (1.0). | 3.50 |
| 11/01/06 | R. Frankel | Review revised version of brief; prepare notes re summary of argument. | 1.60 |
| 11/01/06 | R. Frankel | Series of e-mails re brief. | 0.30 |
| 11/02/06 | R. Barainca | Review dates and docket numbers for all nine versions of the Motion for Exclusivity for D. Felder. | 0.60 |
| 11/02/06 | K. Thomas | Begin reviewing docket for adversary. | 0.30 |
| 11/02/06 | S. Venegas | Draft motion to compel. | 8.10 |
| 11/02/06 | D. Felder | Review Sealed Air depositions and exhibits regarding various estimation issues (1.2); review medical expert reports for Tillinghast's review (2.4); draft and revise opening brief for exclusivity appeal (6.2); telephone conference with J. Biggs regarding estimation issues (.2). | 10.00 |
| 11/02/06 | M. Cheney | Review deposition transcript of D. Siegel. | 0.50 |
| 11/02/06 | R. Wyron | Review expert reports in preparation for discussion with J. Biggs on 11/8. | 1.20 |
| 11/02/06 | R. Mullady, Jr. | Review draft ACC brief in support of motion to compel (.5); telephone conversation with J. Ansbro regarding experts (.3); review and reply to e-mails from D. Felder (.2); conference with R. Wyron (.3). | 1.30 |
| 11/02/06 | R. Frankel | Review Statement of Facts from S. Baena (.7); series of e-mails re filing date for brief (.4). | 1.10 |
| 11/03/06 | K. Thomas | Review docket and various pleadings for adversary 02-1657. | 2.00 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 5

December 13, 2006
Invoice No. 1044975

| | | | |
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| 11/03/06 | S. Venegas | Pull and synthesize cases relating to interest rates (.8); draft changes into motion (3.5); confer with D. Felder re same (.4). | 4.70 |
| 11/03/06 | D. Felder | Review affidavits and exhibits regarding questionnaires (1.7); telephone conference and e-mails with B. Gillespie from Tillinghast regarding Rust visit and related issues (.4); review DVDs regarding proofs of claim for settled claims (.5); review proposed order regarding motion to compel questionnaire responses (.2); e-mails to experts regarding invoices (.1); begin preparations for meeting and telephone conferences with estimation and medical experts and review and summarize materials regarding same (4.0). | 6.90 |
| 11/03/06 | G. Rasmussen | Review expert reports in preparation for conferences with our experts on Monday. | 1.80 |
| 11/03/06 | R. Wyron | Review expert reports and factual data on claims moratoria (1.3); review expert reports on discount rates and inflation factors from other cases (1.8). | 3.10 |
| 11/03/06 | R. Mullady, Jr. | Review status of J. Biggs expert report preparation and discuss same with D. Felder (.5); review and revise draft brief of FCR in support of ACC's motion to compel discovery and discuss same with A. Venegas (2.0). | 2.50 |
| 11/03/06 | R. Frankel | Review expert reports of . from other matters. | 1.20 |
| 11/03/06 | R. Frankel | Review notes, spreadsheet re conversation with D. Bernick (.5); follow-up conversations with Messrs. Radecki, Wyron (.6). | 1.10 |
| 11/04/06 | R. Mullady, Jr. | Review transcript from October omnibus hearing and e-mail to N. Finch regarding same (.7); e-mails to/from D. Felder regarding conference calls on 11/6 (.2). | 0.90 |
| 11/05/06 | S. Venegas | Draft changes into motion to compel. | 6.50 |
| 11/06/06 | S. Venegas | Draft changes into motion to compel (5.0); initial draft motion to file excess pages (.5). | 5.50 |
| 11/06/06 | D. Felder | Telephone conference with R. Mullady, G. Rasmussen and expert regarding non-estimation expert reports (1.0); follow-up e-mail correspondence with expert regarding same (.5); telephone conference with G. Rasmussen and expert regarding non-estimation expert reports (.8); review and revise memorandum in support and joinder in ACC's motion to compel and conference with A. Venegas and R. Mullady regarding same (4.0); continue drafting opening exclusivity appeal brief (3.5). | 9.80 |
| 11/06/06 | M. Cheney | Review deposition transcript of D. Siegel. | 2.50 |
| 11/06/06 | J. Guy | Review and revise draft appellate brief and various court transcripts of rulings on exclusivity. | 2.50 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 6

December 13, 2006
Invoice No. 1044975

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| 11/06/06 | G. Rasmussen | Read Debtor's expert reports. | 1.00 |
| 11/06/06 | G. Rasmussen | Preparation for and participation in conference call with V. Roggli. | 1.80 |
| 11/06/06 | G. Rasmussen | Conference call with re expert reports. | 1.80 |
| 11/06/06 | R. Mullady, Jr. | Conference calls with (1.5); review and revise draft brief of FCR in support of ACC's motion to compel, including discussions with N. Finch (1.5). | 3.00 |
| 11/07/06 | K. Thomas | Review transcript from Aug. 25, 2006 (.4); draft summary of nature and status of case and send same to R. Wyron and D. Felder (1.0). | 1.40 |
| 11/07/06 | S. Venegas | Work on motion to compel. | 8.00 |
| 11/07/06 | D. Felder | Review notices of settlements with AIG and Zurich and prepare e-mail summary to R. Frankel and R. Wyron regarding same (1.5); review e-mail summary from K. Thomas regarding National Union adversary proceeding (.1); review and revise memorandum in support and joinder in ACC's motion to compel and conferences with A. Venegas regarding same (4.2); prepare and finalize memorandum in support and motion to file under seal, notice and proposed order regarding memorandum in support and conferences with A. Venegas and R. Mullady regarding same (4.0). | 9.80 |
| 11/07/06 | M. Cheney | Review deposition transcript of T. Florence. | 3.10 |
| 11/07/06 | M. Cheney | Review deposition transcript of J. Port. | 1.50 |
| 11/07/06 | J. Guy | Review background materials re exclusivity appeals and pertinent case law (1.5); review and revise draft appellate brief and statement of facts (3.5). | 5.00 |
| 11/07/06 | G. Rasmussen | Conference with . | 2.50 |
| 11/07/06 | G. Rasmussen | Contact potential rebuttal witnesses. | 0.50 |
| 11/07/06 | R. Wyron | Review and organize materials for 11/8 meeting with Tillinghast (1.1); review FCR's motion to compel joinder and call to R. Mullady (.3). | 1.40 |
| 11/07/06 | R. Mullady, Jr. | Further preparation of brief in support of motion to compel, related motion to seal, and discussions with ACC counsel regarding same. | 2.50 |
| 11/08/06 | S. Venegas | Meeting with actuaries (8.0); confer with D. Felder (.5); review Sealed Air Depositions (.7). | 9.20 |
| 11/08/06 | D. Felder | Review estimation materials in preparation for meeting with estimation experts (1.0); meeting with R. Frankel, R. Wyron, litigation team and estimation experts regarding estimation expert report (7.5); follow-up conference with A. Venegas regarding estimation issues (2.0). | 10.50 |
| 11/08/06 | M. Cheney | Review deposition transcript of J. Port. | 0.50 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 7

December 13, 2006
Invoice No. 1044975

| | | | |
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| 11/08/06 | M. Cheney | Review deposition transcript of D. Rourke. | 4.00 |
| 11/08/06 | J. Guy | Prepare exclusivity appeal brief. | 3.00 |
| 11/08/06 | G. Rasmussen | Meet with J. Biggs and review of her expert analysis. | 7.30 |
| 11/08/06 | R. Wyron | Meet with Tillinghast team on estimation issues (7.1); prepare follow-up notes from meeting (.4); e-mail to on expert issues and follow-up (.3). | 7.80 |
| 11/08/06 | R. Mullady, Jr. | Prepare for and attend meeting with client, J. Biggs, and team. | 8.00 |
| 11/08/06 | R. Frankel | Preliminary review of J. Biggs estimation report. | 0.70 |
| 11/08/06 | R. Frankel | Confer with J. Rice, E. Inselbuch, P. Weitz, J. Cooney re Grace proposal, financial issues, counter. | 1.20 |
| 11/08/06 | R. Frankel | Confer with D. Austern re meeting with J. Rice, et al.; telephone conference with M. Shelnitz of Grace. | 1.20 |
| 11/08/06 | R. Frankel | Confer with J. Guy re appeal brief. | 0.50 |
| 11/08/06 | R. Frankel | Confer with J. Biggs, D. Austern, R. Mullady, G. Rasmussen, et al. re expert report. | 3.20 |
| 11/09/06 | R. Barainca | Confer with D. Felder concerning creating a chart of W.R. Grace's Estimates of Present and Future Asbestos Liabilities for SEC Reporting Purposes. | 0.30 |
| 11/09/06 | R. Barainca | Prepare a chart of W.R. Grace's Estimates of Present and Future Asbestos Liabilities for SEC Reporting Purposes. | 0.50 |
| 11/09/06 | S. Venegas | Review prior discovery requests. | 1.60 |
| 11/09/06 | D. Felder | Review outstanding discovery requests and conference with A. Venegas regarding same (1.5); conference with estimation expert regarding non-estimation reports (1.5); conference with estimation expert and G. Rasmussen regarding same (2.5); review recently filed pleadings (1.5); telephone conferences with J. Guy regarding exclusivity appeal (.4). | 7.40 |
| 11/09/06 | M. Cheney | Review deposition transcript of D. Rourke. | 1.80 |
| 11/09/06 | J. Ansbro | Conference with R. Mullady re case background. | 0.30 |
| 11/09/06 | J. Guy | Review and revise appellate brief, working on factual background and summary of argument. | 4.00 |
| 11/09/06 | G. Rasmussen | Conference with J. Biggs regarding his expert analysis. | 3.00 |
| 11/09/06 | R. Wyron | Continue review of expert reports on interest rate and discount rate issues (1.1); review revised draft exclusivity brief (.9). | 2.00 |
| 11/09/06 | R. Mullady, Jr. | Review and reply to e-mails from N. Finch and Tillinghast (.2); discuss case with J. Ansbro (.3). | 0.50 |
| 11/09/06 | R. Frankel | Series of e-mails re exclusivity brief (.4); review issues in connection with brief (.4). | 0.80 |
| 11/10/06 | R. Barainca | Continue preparing a chart of W.R. Grace's Estimates of Present and Future Asbestos Liabilities for SEC Reporting Purposes. | 0.80 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 8

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|---|------|
| 11/10/06 | R. Barainca | Download responses to the W. R. Grace Asbestos Personal Injury Questionnaire in preparation for binder for D. Felder. | 1.50 |
| 11/10/06 | K. Thomas | Draft statement of standard of review for exclusivity brief. | 2.70 |
| 11/10/06 | K. Thomas | Discuss Grace adversary with R. Wyron . | 0.30 |
| 11/10/06 | D. Felder | Review Sealed Air materials for estimation expert (.3); review and revise exclusivity appeal brief (8.5). | 8.80 |
| 11/10/06 | M. Cheney | Review deposition transcript of A. Brownstein. | 1.20 |
| 11/10/06 | M. Cheney | Review deposition transcript of C. Bates. | 3.90 |
| 11/10/06 | M. Cheney | Review deposition transcript of K. Collins. | 1.10 |
| 11/10/06 | M. Cheney | Review deposition transcript of E. Stallard. | 1.30 |
| 11/10/06 | J. Guy | Review and revise factual and legal sections of exclusivity appellate brief. | 8.50 |
| 11/10/06 | R. Mullady, Jr. | E-mails to/from D. Felder. | 0.30 |
| 11/10/06 | R. Frankel | Read draft estimation report from Towers Perrin (1.7); prepare detailed notes re same (.5). | 2.20 |
| 11/12/06 | R. Wyron | Review calendar and matters set for hearing. | 0.40 |
| 11/12/06 | R. Frankel | Review, edit revised draft of brief on exclusivity. | 3.60 |
| 11/12/06 | R. Frankel | Review FCR memorandum in support of ACC motion to compel, notes re same. | 0.90 |
| 11/13/06 | R. Barainca | Start printing responses to the W. R. Grace Asbestos Personal Injury Questionnaire in preparation for binder for D. Felder. | 0.50 |
| 11/13/06 | S. Venegas | Review previous discovery materials (2.7); weekly meetings (.5). | 3.20 |
| 11/13/06 | D. Felder | Conference with R. Frankel and J. Guy regarding exclusivity appeal brief (.8); telephone conference with medical expert and G. Rasmussen regarding estimation issues (1.0); telephone conference with J. Liesemer regarding estimation update (.2); conference with R. Barainca regarding recently filed pleadings (.2); estimation team meeting (.5); review and revise exclusivity appeal brief (6.3); telephone conference with B. Gillespie regarding estimation issues (.2); telephone conference with J. Biggs regarding estimation issues (.2). | 9.40 |
| 11/13/06 | M. Cheney | Review deposition transcript of E. Stallard. | 2.90 |
| 11/13/06 | M. Cheney | Review deposition transcript of M. Peterson. | 1.40 |
| 11/13/06 | J. Guy | Work on exclusivity appeal. | 1.50 |
| 11/13/06 | G. Rasmussen | Weekly status meeting with R. Mullady, et al. | 0.50 |
| 11/13/06 | G. Rasmussen | Conference with R. Frankel on J. Biggs report and conference with D. Felder on the same. | 0.20 |
| 11/13/06 | G. Rasmussen | Conference with on ; identification of | 1.00 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 9

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|--|------|
| 11/13/06 | R. Wyron | Calls with J. Biggs regarding inflation rates and discount rates, and follow-up (.8); review draft report (.6). | 1.40 |
| 11/13/06 | R. Mullady, Jr. | Meet with team (.6); e-mails to and from A. Running, N. Finch, D. Felder regarding discovery issues (.6). | 1.20 |
| 11/13/06 | R. Frankel | Review draft changes to brief; confer with J. Guy, D. Felder re changes to brief. | 1.20 |
| 11/13/06 | R. Frankel | Review series of pleadings re discovery, Anderson Memorial Hospital. | 0.90 |
| 11/13/06 | R. Frankel | Review status with R. Wyron, expert reports. | 0.30 |
| 11/14/06 | R. Barainca | Confer with D. Felder in regard to digesting Sealed Air deposition transcripts. | 0.10 |
| 11/14/06 | S. Venegas | Review outstanding discovery. | 5.00 |
| 11/14/06 | D. Felder | Review and revise exclusivity appeal brief (7.3); revise motion to expedite same (.5); telephone conference with R. Mullady, N. Finch, A. Running and D. Mendelson regarding 30(b)(6) notice (.4); telephone conference with R. Mullady and N. Finch regarding follow-up (.2). | 8.40 |
| 11/14/06 | M. Cheney | Review deposition transcript of M. Peterson. | 4.90 |
| 11/14/06 | J. Guy | Review and revise appellate exclusivity brief (2.7); conference with D. Felder re same (separate occasions) (.3). | 3.00 |
| 11/14/06 | R. Wyron | Review mootness issues and memo (.9); review e-mails on estimation status and follow-up (.5). | 1.40 |
| 11/14/06 | R. Mullady, Jr. | Weekly meeting with case team (.6); conference call with N. Finch and A. Running (.5); meet with D. Felder regarding expert issues and 11/20 omnibus hearing (.3) | 1.40 |
| 11/14/06 | R. Frankel | Review form of J. Biggs expert report. | 1.10 |
| 11/15/06 | R. Barainca | Prepare binders of W.R. Grace's Motions to Compel Questionnaire Responses for D. Felder. | 3.70 |
| 11/15/06 | K. Thomas | Review order setting oral argument in adversary 02-1657 (.1); review settlement agreements in adversary 02-1657 (.8); review various pleadings on main docket and adversary docket 02-1657 related to RMQ (1.2); draft and send e-mail to R. Wyron and D. Felder summarizing findings (.5). | 2.60 |
| 11/15/06 | S. Venegas | Prepare discovery summary. | 7.00 |
| 11/15/06 | D. Felder | Telephone conference with B. Gillespie regarding estimation issues (.1); review e-mail correspondence from E. Inselbuch regarding exclusivity appeal brief (.1); prepare e-mail summary to estimation and bankruptcy team regarding status of estimation and November 20 omnibus hearing and review related materials regarding same (1.0); review Debtors' motions to compel questionnaire responses (1.4). | 2.60 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 10

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|--|------|
| 11/15/06 | M. Cheney | Review deposition transcript of M. Peterson. | 2.50 |
| 11/15/06 | J. Guy | Review comments on appellate brief (.3); analyze impairment issues (.7). | 1.00 |
| 11/15/06 | R. Wyron | Review issues on J. Biggs analysis. | 0.70 |
| 11/15/06 | R. Mullady, Jr. | Discussions with opposing counsel, ACC counsel and team regarding expert issues and discovery briefing. | 1.00 |
| 11/15/06 | R. Frankel | Telephone conference with D. Austern re plan scenarios (.3); telephone conference with J. Radecki re plan scenarios (.4). | 0.70 |
| 11/15/06 | R. Frankel | Review e-mails re draft exclusivity brief. | 0.40 |
| 11/16/06 | S. Venegas | Prepare summary of discovery. | 2.10 |
| 11/16/06 | D. Felder | Conference with R. Barainca regarding various scheduling orders and pleadings on Debtors' motion to compel questionnaire responses (.3); conference with R. Mullady regarding materials from N. Finch and PI CMO (.1); review claims database information from A. Running and conference with R. Mullady regarding same (.5); review materials from N. Finch (.4). | 1.30 |
| 11/16/06 | M. Cheney | Review deposition transcript of M. Peterson. | 0.50 |
| 11/16/06 | J. Guy | Work on exclusivity appeal (1.0); strategize re issues concerning exclusivity and to facilitate Grace's exit from bankruptcy (1.0); conference with R. Wyron re same (separate occasions) (.3). | 2.30 |
| 11/16/06 | R. Wyron | Confer with J. Guy on plan litigation and strategy (.4); follow-up with R. Frankel re same and notes (.3). | 0.70 |
| 11/16/06 | R. Mullady, Jr. | E-mails to/from D. Felder and G. Rasmussen regarding estimation report. | 0.50 |
| 11/16/06 | R. Frankel | Review series of e-mails re November 20 hearing. | 0.40 |
| 11/16/06 | R. Frankel | Confer with R. Wyron re summary judgment on plan issues, strategy and notes re same. | 0.90 |
| 11/17/06 | S. Venegas | Discovery summary. | 3.20 |
| 11/17/06 | D. Felder | Review Debtors' recently filed motions and related pleadings and conference with R. Barainca regarding same (1.5); review Debtors' notice and memorandum regarding questionnaire process (.6); review estimation materials for J. Ansbro (1.9); telephone conference with B. Harding, R. Mullady, N. Finch and other committees regarding PI CMO (.5); telephone conference with R. Mullady and N. Finch regarding follow-up (.3); revise motion to expedite exclusivity appeal (1.0). | 5.80 |
| 11/17/06 | M. Cheney | Review deposition transcript of M. Peterson. | 1.30 |
| 11/17/06 | J. Guy | Analyze issues related to confirmability of Debtors' Plan. | 0.50 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 11

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|---|------|
| 11/17/06 | R. Mullady, Jr. | Conference call with ACC's and Grace's counsel (1.5); telephone conversations with N. Finch (.4); review and reply to e-mails from J. Biggs (.2). | 2.10 |
| 11/17/06 | R. Frankel | Review, revise draft brief re exclusivity. | 1.50 |
| 11/17/06 | R. Frankel | Review order re questionnaires, related materials. | 0.60 |
| 11/18/06 | D. Felder | Telephone conference with N. Finch, R. Mullady and G. Rasmussen regarding strategy for November omnibus hearing and issues relating to PI CMO. | 0.50 |
| 11/18/06 | G. Rasmussen | Consideration of Grace's request to extend December 1 expert report deadline and conference call with R. Mullady and N. Finch regarding same. | 0.70 |
| 11/18/06 | R. Mullady, Jr. | E-mails regarding estimation expert reports (.3); conference call with N. Finch and G. Rasmussen regarding same (.5). | 0.80 |
| 11/18/06 | R. Frankel | Series of e-mails with R. Mullady, J. Biggs, G. Rasmussen, R. Wyron re estimation report. | 0.80 |
| 11/19/06 | D. Felder | Review estimation-related orders and pleadings for J. Ansbros. | 2.40 |
| 11/19/06 | R. Mullady, Jr. | Review and comment on ACC's draft opposition to debtor's motion for sanctions on questionnaire process (.6); e-mails to N. Finch, D. Felder, R. Frankel, R. Wyron and J. Ansbros regarding 12/5 motions hearing, J. Biggs and reports, and strategy (.9). | 1.50 |
| 11/20/06 | R. Barainca | Digest Sealed Air Deposition Transcripts for D. Felder. | 3.60 |
| 11/20/06 | E. Lafayette | Document proofing and editing - document request information charts. | 2.50 |
| 11/20/06 | D. Fullem | Confer with R. Barainca regarding form and questions on preparation of pro hac vice motion. | 0.20 |
| 11/20/06 | K. Thomas | Review and respond to series of e-mails from R. Wyron and D. Felder re adversary 02-1657. | 0.20 |
| 11/20/06 | S. Venegas | Draft changes into discovery summary document (6.5); review changes with E. Lafayette (.5); omnibus hearing (.8); review Debtor's response to requests for admission (.5); review asbestos article (.2). | 8.50 |



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David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 12

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|--|-------|
| 11/20/06 | D. Felder | E-mail correspondence with J. Biggs and R. Mullady regarding estimation issues (.3); review e-mail correspondence from J. Liesemer and S. Baena regarding exclusivity appeal brief (.2); conference with A. Venegas regarding open discovery issues (.2); review Sealed Air exhibits regarding estimation issues (3.6); review draft report and exhibits from J. Biggs (2.7); review hearing transcripts and objections regarding impairment issue for J. Guy (2.9); telephonic participation in omnibus hearing (2.0); review Debtors' responses to requests for admission (.5); finalize review of estimation materials for J. Ansbro (1.0); telephone conference with J. Ansbro regarding overview and update (.5); telephone conference with J. Biggs and G. Rasmussen regarding update (.1); review ACC's draft response to Debtors' memorandum on questionnaire process (.5); e-mails to estimation team regarding expert reports (.2); e-mail correspondence to regarding update (.1); e-mails to and from J. Kimble regarding update and exhibits (.1); review exhibits from J. Kimble (.4). | 15.30 |
| 11/20/06 | J. Ansbro | Review case background materials (1.5); telephone conference with D. Felder regarding debtors' motion regarding Questionnaire and upcoming case tasks and strategy (.5). | 2.00 |
| 11/20/06 | J. Guy | Work on exclusivity appellate brief. | 3.00 |
| 11/20/06 | G. Rasmussen | Monitor court hearing regarding the status of expert reports (1.0); call to J. Biggs (.3). | 1.30 |
| 11/20/06 | R. Wyron | Participate in hearing telephonically and follow-up (1.6); begin review of Tillinghast report (1.3). | 2.90 |
| 11/20/06 | R. Mullady, Jr. | E-mails to/from A. Venegas and N. Finch regarding briefing (.2); prepare for and attend omnibus hearing (8.0); travel to/from Wilmington, DE (2.5). | 10.70 |
| 11/20/06 | R. Frankel | Review, edit brief re exclusivity; begin to draft conclusion. | 3.20 |
| 11/20/06 | R. Frankel | Review Grace's Responses to ACC request for admissions. | 0.60 |
| 11/20/06 | R. Frankel | Review ARPC memo re future claims from Sealed Air. | 0.80 |
| 11/20/06 | R. Frankel | Review, exchange series of e-mails re expert reports, court rulings re deadlines. | 0.40 |
| 11/21/06 | R. Barainca | Confer with D. Fullem regarding Sealed Air Deposition digest. | 0.10 |
| 11/21/06 | R. Barainca | Confer with D. Felder in regard to the Sealed Air Deposition digests. | 0.70 |
| 11/21/06 | R. Barainca | Update PI Questionnaire binders. | 0.30 |
| 11/21/06 | E. Lafayette | Document proofing and editing - document request information charts. | 6.50 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 13

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|------------|---|------|
| 11/21/06 | A. Hermele | Meet with A. Venegas to discuss background necessary for drafting Opposition to Grace's Memo of November 9, 2006 regarding questionnaires (1.0); meet with R. Mullady for direction on line of argument in Opposition (.1). | 1.10 |
| 11/21/06 | S. Venegas | Confer with A. Hermele re Questionnaire Motion (1.0); review Tillinghast report (.5); review cases for Peterson assessment of moratorium and confer with R. Wyron (1.3); meeting with Grace team (2.5); review discovery summary (.8). | 6.10 |
| 11/21/06 | D. Felder | Conference with J. Guy regarding exclusivity appeal (.1); revise motion to expedite (.6); e-mail correspondence to R. Barainca regarding status of November 20 omnibus hearing and update (.2); review e-mail comments from J. Liesemer regarding exclusivity appeal brief (.2); telephone conference with R. Mullady and N. Finch regarding ACC's motion to compel discovery (.2); telephone conference with R. Barainca regarding status of adversary no. 02-1657 and review order and agenda regarding same (.2); e-mail correspondence with J. Baer regarding exclusivity appeal brief (.1); draft motion to exceed page limits for exclusivity appeal brief (1.4); conference with D. Austern, R. Frankel, R. Wyron, R. Mullady, G. Rasmussen and A. Venegas regarding estimation expert report (1.0); telephone conference with Tillinghast team, D. Austern, R. Frankel, R. Wyron, R. Mullady, G. Rasmussen and A. Venegas regarding same (.8); follow-up conference regarding same (.5); review Delaware District Court local rules regarding exclusivity appeal brief (.9); review expert report by Dr. Whitehouse (.6); conference with R. Barainca regarding deposition digests (.8); telephone conference with J. Brownstein regarding November 20 hearing update (.2); telephone conference with J. Ansbro regarding update (.1); telephone conference with M. Eskin regarding local rules (.3); review recently filed pleadings and e-mail to R. Barainca regarding same (1.0). | 9.20 |
| 11/21/06 | J. Ansbro | Review case background materials and pertinent legal precedent (3.0); review draft Brief in opposition to debtors' motion to compel/sanctions on Questionnaires (.5). | 3.50 |
| 11/21/06 | J. Guy | Review materials re Libby and mortality of claimants (.4); telephone conference with S. Baena re exclusivity brief (.3); conference and e-mails with D. Felder re length of brief and need for extension (.3); conference with R. Frankel re same (.2); review comments from ACC (.3); attention to brief to coordinate parties' respective arguments (.8). | 2.30 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 14

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|---|------|
| 11/21/06 | G. Rasmussen | Meeting with [redacted] to discuss J. Biggs' draft report and conference with J. Biggs regarding the report. | 2.00 |
| 11/21/06 | R. Wyron | Review estimation draft (2.4); follow-up with litigation team (1.1); call with J. Biggs and follow-up e-mails (2.8); review e-mails on schedule slippage on estimation trial (.4). | 6.70 |
| 11/21/06 | R. Mullady, Jr. | Telephone conversation with N. Finch and D. Felder (.3); e-mails to A. Hermele regarding brief in support of opposition to Grace's sanctions motion (.2); e-mails to/from B. Harding (.4); attend meeting with client and team, including telephone conversation with J. Biggs (2.6); meet with A. Hermele regarding briefing (.3). | 3.80 |
| 11/21/06 | R. Frankel | Series of e-mails re draft brief, motion to expand page limit, motion to expedite. | 0.50 |
| 11/21/06 | R. Frankel | Telephone conference with D. Austern re hearing yesterday, expert reports. | 0.30 |
| 11/21/06 | R. Frankel | Review draft estimation report from Towers Perrin. | 3.80 |
| 11/21/06 | R. Frankel | Confer with D. Austern, R. Mullady, R. Wyron, and others re estimation proceedings; telephone conference with J. Biggs during meeting. | 2.40 |
| 11/22/06 | E. Lafayette | Document proofing and editing - document request information charts, memo, index. | 4.00 |
| 11/22/06 | A. Hermele | Review memo ([redacted]) for background knowledge (.2); review Debtors' Motion Concerning Background of Questionnaire Approval Process (.5); review Personal Injury Claimants' Response to same (.5); review [redacted] as recommended by A. Venegas for [redacted] (.3); review [redacted] for [redacted] (.6). | 2.10 |
| 11/22/06 | D. Felder | Review 2019 statements filed by Libby Claimants and order regarding same (.8); telephone conference with R. Wyron regarding same (.1); e-mails to and from R. Barainca regarding motions and scheduling order (.9); revise motion to expedite exclusivity appeal (.7); revise motion to exceed page limits (.8); review comments to exclusivity appeal brief from S. Baena (2.0); conference with J. Guy regarding same (.2); begin review of J. Biggs' estimation expert report (2.4). | 7.90 |
| 11/22/06 | J. Guy | E-mails to/from S. Baena re exclusivity brief (.1); e-mails re page limit (.1); work on exclusivity brief (2.5); conference with R. Frankel re brief (.2). | 2.90 |
| 11/22/06 | R. Wyron | Review copies of Libby 2019 statements and follow-up with R. Mullady and R. Frankel. | 0.40 |
| 11/22/06 | R. Mullady, Jr. | Telephone conversation with B. Harding. | 0.30 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 15

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|---|--------------|
| 11/22/06 | R. Frankel | Revise draft brief on exclusivity (1.0); draft conclusion (1.4); confer with J. Guy re same (.2). | 2.60 |
| 11/23/06 | R. Mullady, Jr. | E-mail to N. Finch. | |
| 11/24/06 | A. Hermele | Review case (.5); re-review Committee's Response in light of (.3); begin research (1.0); research | 0.20 6.80 |
| 11/24/06 | D. Felder | (3.5); begin research of same with focus on 3rd Circuit (1.0); begin research of same with focus on bankruptcy cases (.5). E-mail correspondence with A. Hermele and review Bankruptcy Rules regarding sanctions issue. | 0.50 |
| 11/24/06 | J. Guy | Prepare appellate brief. | |
| 11/24/06 | R. Mullady, Jr. | Review and comment on outline for opposition to debtors' sanctions motion. | 6.00 0.30 |
| 11/25/06 | A. Hermele | Begin drafting Response to Memo Concerning Questionnaire Approval Process (1.0); review 3rd Circuit law regarding (.4); draft outline of document and argument (2.5); consult with D. Felder regarding bankruptcy discovery rules (.3); read July 2005 transcript section and position paper provided by D. Felder and e-mail regarding same (.3); incorporate appropriate excerpts in Response (.3); incorporate Supreme Court precedent on (.2); research (.8); research cases for (1.5); summarize Debtors' Memo and further draft Response (2.0). | 9.30 |
| 11/25/06 | D. Felder | Review various 2005 hearing transcripts and pleadings and e-mail to A. Hermele, R. Mullady and J. Ansbro regarding sanctions issue. | 0.50 |
| 11/25/06 | R. Mullady, Jr. | E-mails to/from A. Hermele and D. Felder regarding opposition to debtors' sanctions motion. | 0.20 |
| 11/26/06 | A. Hermele | Incorporate into Response to Debtor's motion regarding questionnaire process and objections, point regarding application of dismissal factors from Poulis to question of adverse inference (.4); edit and revise Response (1.5); modify response per R. Mullady (1.3). | 3.20 |
| 11/26/06 | R. Mullady, Jr. | Review and reply to e-mails from A. Hermele regarding draft joinder of FCR in opposition to discovery sanctions motion filed by debtors (.4); review and revise draft joinder (.7). | 1.10 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 16

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|--------------|--|-------|
| 11/26/06 | R. Frankel | Review, prepare notes re redlined draft brief from S. Baena. | 2.60 |
| 11/27/06 | R. Barainca | Update binders of W.R. Grace's Motions to Compel | 2.20 |
| 11/27/06 | E. Lafayette | Questionnaire Responses for D. Felder. | |
| 11/27/06 | A. Hermele | Document proofing and editing - document request information charts, memo, index. | 1.00 |
| 11/27/06 | A. Hermele | Make further revisions to Response based on R. Mullady's instructions (.9); review D. Felder's revisions to Response (.1); speak to D. Felder regarding (.1); e-mail R. Mullady previous version of Response, | 1.40 |
| 11/27/06 | K. Thomas | (.2); sort and store e-mails regarding Response for future reference (.1). In preparation for hearing, review various pleadings re motion for judgment, briefs in support thereof, responses, replies and supplemental briefs filed in adversary 02-1657 (1.6); participate telephonically in hearing (listen only) re motion for judgment (1.0); summarize results of hearing and forward same to R. Wyron and D. Felder (.3). | 2.90 |
| 11/27/06 | S. Venegas | Weekly meeting (1.0); review response to motion to compel (.7). | 1.70 |
| 11/27/06 | D. Felder | Review ACC's draft response to Debtors' memorandum regarding questionnaire process and provide comments to R. Mullady and A. Hermele regarding same (1.7); review and revise motion to expedite appeal (1.0); e-mails to and from R. Mullady regarding Debtors' witness disclosures and review same (1.5); review Debtors' opposition to ACC's motion to compel and Debtors' opposition to FCR's joinder (2.0); preparation for estimation team meeting (.7); attend estimation team meeting (1.0); follow-up e-mails to estimation experts and telephone conference with A. Venegas regarding estimation issues (.8); review and revise appeal exclusivity appeal brief and conferences with J. Guy regarding same (6.0). | 14.70 |
| 11/27/06 | J. Ansbro | Review Grace's motion to compel, ACC's draft opposition and FCRs' draft opposition, e-mails to/from Orrick team re same (1.4); continue review of legal precedent in prior asbestos estimation cases and related legal memoranda (1.5); telecons with R. Mullady (.3). | 3.20 |
| 11/27/06 | J. Guy | Revise Grace exclusivity appellate brief. | 7.50 |
| 11/27/06 | G. Rasmussen | Meeting with R. Mullady and the team to discuss discovery issues and analysis of future discovery. | 1.20 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 17

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|--|-------|
| 11/27/06 | R. Wyron | Confer with R. Frankel re status and follow-up (.5); review response to Motion to Compel (.4). | 0.90 |
| 11/27/06 | R. Mullady, Jr. | Further review of draft joinder to ACC opposition to debtors' motion to compel (.4); discuss same with G. Rasmussen and D. Felder (.3); discussions with N. Finch regarding same (.3); review e-mail from B. Harding (.2); prepare for and attend weekly status meeting (1.0); review J. Biggs' draft report (.4); telephone conversation with J. Ansbro (.3). | 3.10 |
| 11/27/06 | R. Frankel | Review series of e-mails re brief (.6); review draft with cites from S. Baena (.6). | 1.20 |
| 11/27/06 | R. Frankel | Review conceptual issues with J. Guy re brief. | 0.50 |
| 11/27/06 | R. Frankel | Review revised estimation report from J. Biggs. | 2.70 |
| 11/27/06 | R. Frankel | Further revisions to Term Sheet (.5); e-mail to and telephone conference with D. Austern re same (.3). | 0.80 |
| 11/27/06 | R. Frankel | Review changes to brief re exclusivity; review with J. Guy. | 0.90 |
| 11/28/06 | R. Barainca | Prepare Certificate of No Objection for Orrick's Motion to File Under Seal. | 0.50 |
| 11/28/06 | R. Barainca | Digest Sealed Air Deposition Transcripts. | 1.80 |
| 11/28/06 | E. Lafayette | Document proofing and editing - document request information charts, memo, index. | 8.00 |
| 11/28/06 | S. Venegas | Review caselaw for (| 5.00 |
| 11/28/06 | D. Felder | Revise exclusivity appeal brief (9.5); review local rules and telephone conference with M. Hurford regarding same (.6); e-mails to R. Barainca and C. Hartman regarding CNO on motion to file memorandum under seal (.1). | 10.20 |
| 11/28/06 | M. Cheney | Review deposition transcript of T. Hayes. | 2.60 |
| 11/28/06 | J. Ansbro | Review case background materials on discovery (1.4); review legal memoranda on case strategy and pertinent law (1.0). | 2.40 |
| 11/28/06 | J. Guy | Work on appellate brief. | 4.00 |
| 11/28/06 | R. Mullady, Jr. | Prepare for 12/5 hearing. | 2.00 |
| 11/28/06 | R. Frankel | Review and revise draft exclusivity brief (3.8); confer with J. Guy re same (.2); confer with R. Wyron re same (.3). | 4.30 |
| 11/28/06 | R. Frankel | Review Grace opposition to FCR joinder with ACC motion to compel (.5); e-mails re same (.3). | 0.80 |
| 11/28/06 | R. Frankel | Review and take notes re J. Biggs draft estimation report and exhibits. | 3.20 |
| 11/29/06 | R. Barainca | Edit Certificate of No Objection regarding the Motion to File Under Seal, and prepare document for filing. | 1.00 |
| 11/29/06 | R. Barainca | Digest Sealed Air Deposition transcripts. | 2.10 |
| 11/29/06 | E. Lafayette | Document proofing and editing - document request information charts, memo, index. | 5.50 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 18

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|--|-------|
| 11/29/06 | A. Hermele | Meet with R. Mullady, J. Ansbro, D. Felder, and A. Venegas regarding discovery requests and subpoenas the PCR should propound. | 1.50 |
| 11/29/06 | S. Venegas | Call with J. Ansbro, R. Mullady, D. Felder, A. Hermele (1.5); review Debtor's responses to motion to compel (.5) summary material for discovery (.9). | 2.90 |
| 11/29/06 | D. Felder | Review agenda for December 5 hearing (.1); revise exclusivity appeal brief and conferences with J. Guy regarding same (8.5); preparation for conference call with Debtors' counsel, other committees and R. Mullady regarding December 5 hearing and revisions to PI CMO and conference call regard same (1.5); preparation for estimation team meeting with R. Mullady, J. Ansbro, A. Venegas and A. Hermele (.5); estimation team meeting with R. Mullady, J. Ansbro, A. Venegas and A. Hermele regarding discovery issues (1.5); follow-up regarding same (.8). | 12.90 |
| 11/29/06 | M. Cheney | Review deposition transcript of T. Hayes. | 2.30 |
| 11/29/06 | J. Ansbro | Review case discovery demands and responses (2.0); review pertinent asbestos precedent and Orrick legal memoranda regarding same (2.5); review Orrick discovery status matrix and related correspondence (1.5); conference call with Orrick team regarding upcoming discovery tasks and strategy (1.0); conference call with all counsel (1.0); review ACCs draft reply brief on motion to compel; e-mails to/from Orrick team and ACC counsel (.3). | 8.30 |
| 11/29/06 | J. Guy | Numerous e-mails and telephone conferences with counsel for PD Committee and ACC re exclusivity brief (.8); conference with R. Frankel and D. Felder re same (separate occasions) (.8); work on exclusivity brief (4.6). | 5.20 |
| 11/29/06 | G. Rasmussen | Research estimation method: | 2.70 |
| 11/29/06 | G. Rasmussen | Meet with R. Mullady to prepare for oral argument on motion to compel; review of Debtor's memo opposing our motion to compel. | 1.00 |
| 11/29/06 | R. Wyron | Review analysis on estimation issues raised in Grace pleading (.7); review revised exclusivity brief (1.2). | 1.90 |
| 11/29/06 | R. Mullady, Jr. | Conference call with all counsel regarding 12/5 hearing and amendments to scheduling order (1.2); attention to discovery matters (2.0); review and comment on ACC's draft reply brief in support of its motion to compel (1.0); meet with R. Frankel regarding 12/5 hearing (.6); review estimation opinions and outline arguments for FCR reply brief (1.5). | 5.30 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 19

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|---------------|---|-------|
| 11/29/06 | R. Frankel | Review agenda for December 5th hearing. | 0.30 |
| 11/29/06 | R. Frankel | Confer with R. Mullady, G. Rasmussen and D. Felder in preparation for December 5th hearing, discovery issues, methodology; notes re same. | 1.30 |
| 11/29/06 | R. Frankel | Review series of e-mails re exclusivity brief; confer with J. Guy re same. | 0.70 |
| 11/29/06 | R. Frankel | Confer with J. Guy and D. Felder re issues with brief (.3); review summary of argument (.4). | 0.70 |
| 11/29/06 | R. Frankel | Review A. Venegas memo re estimation methodology from other asbestos opinions. | 1.40 |
| 11/29/06 | R. Frankel | Review charts from J. Biggs; | 0.80 |
| 11/30/06 | R. Barainca | Prepare Motion's for Pro Hac Vice for R. Frankel, R. Wyron, and J. Guy for the District Court. | 2.20 |
| 11/30/06 | A. Hamilton | Locate State Court Orders regarding damages involving W.R. Grace (3.5); confer with A. Venegas regarding findings and instruction regarding further research (.5). | 4.00 |
| 11/30/06 | J. Cangialosi | Assist attorney re preparation of work copies of litigation binders and documents. | 1.00 |
| 11/30/06 | A. Hermele | Review motion of ACC to compel documents, opposition by Grace, and draft reply by ACC (1.5); review FCR's motion to compel documents (.6); research cases regarding (.4); review and incorporate guidance e-mails from R. Mullady (.3); draft outline for FCR's reply (3.0); discuss with J. Guy; | 12.50 |
| 11/30/06 | S. Venegas | (.2); draft FCR's Reply regarding Motion to Compel Production of Documents (4.3); edit and revise same (2.2). Review hearing transcripts (1.6); review Reply to Motion to Compel (1.0). | 2.60 |
| 11/30/06 | D. Felder | Revise exclusivity appeal brief and motion to expedite and conferences with R. Frankel and J. Guy regarding same (11.5); telephone conference with M. Hurford regarding ACC's reply in support of motion to compel (.1); review and revise pro hac vice application (.1). | 11.70 |
| 11/30/06 | J. Ansbro | Further review of pertinent prior asbestos estimation cases (1.0), review J. Biggs' draft expert report (1.5), e-mails to/from R. Mullady and FCR team; review draft demonstratives for 12/5 Court hearing on motions to compel. | 2.50 |
| 11/30/06 | J. Guy | Work on exclusivity brief and numerous e-mails re same with appellants (4.0); prepare motion to expedite (3.0). | 7.00 |
| 11/30/06 | R. Wyron | Review presentation for 12/5 hearing and provide comments. | 0.50 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 20

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-----------------|--|------|
| 11/30/06 | R. Mullady, Jr. | Prepare for 12/5 hearing (7.0); review transcript of July 2005 omnibus hearing (.5); e-mails to/from N. Finch and M. Hurford (.5). | 8.00 |
| 11/30/06 | R. Frankel | Review Overview of Biggs, et al. by J. | 2.10 |
| 11/30/06 | R. Frankel | Review, edit presentation slides for December 5 hearing (1.1); e-mails re same (.3). | 1.40 |
| 11/30/06 | R. Frankel | Confer with R. Wyron re confirmation issues, mootness. | 0.30 |

Total Hours 723.80

Total For Services

\$354,275.00

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|--------------|-------------|---------------|
| John Ansbro | 22.20 | 570.00 | 12,654.00 |
| Rachael Barainca | 22.50 | 140.00 | 3,150.00 |
| James Cangialosi | 1.00 | 220.00 | 220.00 |
| Matthew W. Cheney | 43.80 | 490.00 | 21,462.00 |
| Debra Felder | 184.40 | 430.00 | 79,292.00 |
| Roger Frankel | 69.00 | 725.00 | 50,025.00 |
| Debra O. Fullern | 0.20 | 210.00 | 42.00 |
| Jonathan P. Guy | 72.70 | 605.00 | 43,983.50 |
| Aurora M. Hamilton | 4.00 | 190.00 | 760.00 |
| Annie L. Hermele | 37.90 | 375.00 | 14,212.50 |
| Edward M. Lafayette | 27.50 | 145.00 | 3,987.50 |
| Raymond G. Mullady, Jr. | 62.50 | 660.00 | 41,250.00 |
| Garret G. Rasmussen | 30.30 | 645.00 | 19,543.50 |
| Katherine S. Thomas | 12.50 | 375.00 | 4,687.50 |
| Shannon Dawn Venegas | 99.90 | 375.00 | 37,462.50 |
| Richard H. Wyron | 33.40 | 645.00 | 21,543.00 |
| Total All Timekeepers | 723.80 | \$489.47 | \$354,275.00 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 21

December 13, 2006
Invoice No. 1044975

Disbursements

| | | |
|-------------------------------|-----------|-------------|
| Court Messenger Research | 85.00 | |
| Duplicating Expense | 1,659.60 | |
| Express Delivery | 121.91 | |
| Facsimile | 5.00 | |
| Lexis Research | 496.00 | |
| Local Taxi Expense | 19.00 | |
| Other Business Meals | 575.71 | |
| Outside Reproduction Services | 775.02 | |
| Outside Services | 14,580.00 | |
| Overtime Meals | 45.28 | |
| Parking Expense | 43.00 | |
| Postage | 533.19 | |
| Telephone | 222.37 | |
| Travel Expense, Air Fare | 224.25 | |
| Travel Expense, Local | 164.00 | |
| Westlaw Research | 2,582.45 | |
| Total Disbursements | | \$22,131.78 |

| | |
|------------------------------|---------------------|
| Total For This Matter | \$376,406.78 |
|------------------------------|---------------------|



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 22

December 13, 2006
Invoice No. 1044975

For Legal Services Rendered Through November 30, 2006 in Connection With:

Matter: 9 - Plan & Disclosure Statement

| | | | |
|----------|------------|---|------|
| 11/01/06 | D. Fullern | Review e-mails from D. Felder and R. Barainca regarding status of docket on appeal of exclusivity order. | 0.20 |
| 11/01/06 | R. Frankel | Telephone conferences with Messrs. Bernick and Wyron (.3); J. Radecki (.3), D. Austern (.3) re call with debtors' counsel; telephone conference with E. Inselbuch re same (.2); notes re same (.4). | 1.50 |
| 11/02/06 | R. Frankel | E-mails re conference call with D. Austern, D. Bernick. | 0.30 |
| 11/02/06 | R. Frankel | Review spreadsheet from J. Radecki re settlement allocations (.4); telephone conference with J. Radecki re same (.9). | 1.30 |
| 11/03/06 | R. Frankel | Telephone conferences with J. Rice, D. Bernick re plan. | 0.40 |
| 11/03/06 | R. Frankel | Telephone conference with Messrs. Bernick and Austern re plan negotiations (.8); telephone conference with D. Austern re same (.2); notes re same (.4). | 1.40 |
| 11/07/06 | R. Frankel | Conference calls with J. Radecki and R. Wyron re different plan scenarios. | 0.70 |
| 11/07/06 | R. Frankel | Review various plan distribution scenarios, term sheet (1.4); prepare notes re same, analysis (.4). | 1.80 |
| 11/07/06 | R. Frankel | Telephone conference with T. Freedman re status; notes re same. | 0.40 |
| 11/07/06 | R. Frankel | Telephone conferences with D. Bernick, D. Austern re latest Grace proposal (.4); prepare notes re same (.4); review PJ spreadsheets re offered value to Trust (.4). | 1.20 |
| 11/08/06 | R. Frankel | Review revised PJ analysis re stock (.3); telephone conference with Messrs. Radecki and Brownstein re same (1.1). | 1.40 |
| 11/09/06 | R. Frankel | Review various spreadsheets re enterprise and distributable value; prepare notes re plan discussions. | 2.20 |
| 11/13/06 | R. Frankel | Review issues re possible plan scenarios (.7); telephone conference with D. Austern re same (.2). | 0.90 |
| 11/13/06 | R. Frankel | Review details of possible plan (.4); series of e-mails re same (.4). | 0.80 |
| 11/15/06 | R. Frankel | Review new plan scenario spreadsheets from PJ (2). | 1.20 |
| 11/16/06 | M. Cheney | Conference with R. Wyron and J. Guy re strategy. | 0.50 |
| 11/21/06 | R. Frankel | Telephone conference with J. Rice re possible settlement scenarios; notes re same. | 0.40 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 23

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|------------|---|------|
| 11/21/06 | R. Frankel | Confer with D. Austern re discussions, possible plan scenarios. | 0.60 |
| 11/21/06 | R. Frankel | Telephone conference with J. Brownstein re plan scenarios (.3); review new plan spreadsheets from Piper Jaffray (.5). | 0.80 |
| 11/22/06 | R. Frankel | Telephone conference with D. Austern re plan issues (.4); notes re same (.3); begin notes re term sheet (1.1). | 1.80 |
| 11/23/06 | R. Frankel | Prepare preliminary term sheet for D. Austern proposal. | 2.20 |
| 11/27/06 | R. Wyron | Review draft term sheet and provide comments. | 0.40 |
| 11/27/06 | R. Frankel | Review, edit preliminary term sheet (.7); confer with R. Wyron re further edits (.4). | 1.10 |
| 11/28/06 | M. Wallace | Meet with R. Wyron regarding term sheet circulation and status of case. | 0.20 |
| 11/28/06 | R. Frankel | Telephone conference with E. Inselbuch re term sheet issues (.3); telephone conference with D. Austern re same (.3); telephone conference with J. Radecki re status (.3). | 0.90 |

Total Hours 24.60

Total For Services

\$17,537.50

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|------------------------------|--------------|-----------------|--------------------|
| Matthew W. Cheney | 0.50 | 490.00 | 245.00 |
| Roger Frankel | 23.30 | 725.00 | 16,892.50 |
| Debra O. Fullern | 0.20 | 210.00 | 42.00 |
| Mary A. Wallace | 0.20 | 500.00 | 100.00 |
| Richard H. Wyron | 0.40 | 645.00 | 258.00 |
| Total All Timekeepers | 24.60 | \$712.91 | \$17,537.50 |

Disbursements

Telephone

6.05

Total Disbursements

\$6.05

Total For This Matter

\$17,543.55



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 24

December 13, 2006
Invoice No. 1044975

For Legal Services Rendered Through November 30, 2006 in Connection With:

Matter: 11 - Compensation of Professionals - Other

| | | | |
|----------|-------------|--|------|
| 11/01/06 | R. Barainca | Research the professional hourly rates and expenses of other law firms for R. Wyron. | 1.50 |
| 11/02/06 | R. Barainca | Edit CIBC Final fee application. | 1.30 |
| 11/03/06 | R. Barainca | Edit CIBC's Final Fee Application. | 1.30 |
| 11/03/06 | D. Fullem | Telephone call from R. Chatterjee at PJC regarding issues with July fee application; e-mail to J. Port at Grace regarding information relating to same. | 0.50 |
| 11/03/06 | D. Fullem | Confer with R. Barainca regarding status of CIBC's final fee application; review e-mail to CIBC regarding same. | 0.30 |
| 11/06/06 | R. Barainca | Continue preparing D. Austern's Tenth Quarterly fee application. | 2.20 |
| 11/07/06 | D. Fullem | Prepare e-mail to R. Chatterjee at Piper Jaffray regarding status of filing their company's fee applications in Grace case. | 0.10 |
| 11/10/06 | D. Fullem | Prepare notices of Piper Jaffray fee applications for September and amended July (.5); confer with R. Wyron regarding same and slight modification to amended July (.3); e-mails to R. Chatterjee and J. Radecki regarding correction to amended July and approval on same prior to filing (.2); coordinate finalizing of documents and filing and service of same (.5). | 1.50 |
| 11/13/06 | D. Fullem | Respond to e-mail from C. Hartman regarding filing of Piper Jaffray quarterly fee application; confer and e-mail with R. Barainca regarding status of other professionals' quarterly applications. | 0.50 |
| 11/14/06 | R. Barainca | Edit D. Austern's Tenth Quarterly fee application. | 0.50 |
| 11/14/06 | D. Fullem | Coordinate with C. Best regarding service of Piper Jaffray quarterly fee application. | 0.20 |
| 11/16/06 | R. Barainca | Prepare Piper's Third Quarterly fee application for filing. | 0.60 |
| 11/27/06 | D. Fullem | Review and respond to e-mail from R. Chatterjee regarding Piper Jaffray's October fee application to be filed with Court. | 0.10 |
| 11/28/06 | R. Barainca | Prepare D. Austern's Certificates of No Objection for the months of July, August and September 2006. | 0.70 |
| 11/29/06 | R. Barainca | Prepare D. Austern's Certificates of No Objection for his July, August and September 2006 Monthly fee applications for filing. | 0.80 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
 17367
 page 25

December 13, 2006
 Invoice No. 1044975

| | | | |
|----------|-------------|---|------|
| 11/29/06 | R. Barainca | Edit D. Austern's Tenth Quarterly and send to him for review and signature. | 0.60 |
| 11/30/06 | R. Barainca | Edit Tillinghast fee applications. | 1.10 |
| 11/30/06 | D. Fullern | Confer with R. Barainca regarding Tillinghast recent fee application. | 0.20 |

| | | |
|--------------------|-------|------------|
| Total Hours | 14.00 | |
| Total For Services | | \$2,198.00 |

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|------------------------------|--------------|-----------------|-------------------|
| Rachael Barainca | 10.60 | 140.00 | 1,484.00 |
| Debra O. Fullern | 3.40 | 210.00 | 714.00 |
| Total All Timekeepers | 14.00 | \$157.00 | \$2,198.00 |

Disbursements

| | | |
|----------------------------|----------|-------------------|
| Duplicating Expense | 2,488.95 | |
| Express Delivery | 199.15 | |
| Postage | 1,045.65 | |
| Total Disbursements | | \$3,733.75 |

| | |
|------------------------------|-------------------|
| Total For This Matter | \$5,931.75 |
|------------------------------|-------------------|



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 26

December 13, 2006
Invoice No. 1044975

For Legal Services Rendered Through November 30, 2006 in Connection With:

Matter: 12 - Retention of Professionals - Orrick

| | | | |
|----------|-----------|---|------|
| 11/15/06 | D. Fullem | Confer with R. Wyron regarding updating of conflicts lists. | 0.10 |
| 11/16/06 | D. Fullem | Confer with R. Wyron regarding conflicts update (.1); begin update to conflicts lists (1.4). | 1.50 |
| 11/17/06 | D. Fullem | Prepare draft of e-mail to partners regarding Dewey/Orrick disclosures and send to R. Wyron for review and comment. | 0.20 |
| 11/17/06 | D. Fullem | Prepare update to Grace conflicts lists and forward to R. Wyron for review. | 1.50 |
| 11/27/06 | D. Fullem | Prepare e-mail to R. Wyron regarding status of Dewey/Orrick conflicts project. | 0.10 |

Total Hours 3.40

Total For Services \$714.00

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|--------------|-------------|---------------|
| Debra O. Fullem | 3.40 | 210.00 | 714.00 |
| Total All Timekeepers | 3.40 | \$210.00 | \$714.00 |

Total For This Matter \$714.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 27

December 13, 2006
Invoice No. 1044975

For Legal Services Rendered Through November 30, 2006 in Connection With:

Matter: 13 - Compensation of Professionals - Orrick

| | | | |
|----------|-------------|---|------|
| 11/02/06 | D. Fullem | Review and download CNO relating to August fee application as filed on the docket. | 0.10 |
| 11/02/06 | D. Fullem | Update fee/expense spreadsheets. | 0.30 |
| 11/02/06 | D. Fullem | Prepare e-mail to J. Port at Grace regarding CNO on August fee application and payment to be made on same. | 0.20 |
| 11/06/06 | R. Barainca | Prepare Orrick's Third Quarterly fee application. | 3.40 |
| 11/07/06 | R. Barainca | Continue preparing Orrick's Third Quarterly fee application. | 2.30 |
| 11/07/06 | D. Fullem | Review and respond to e-mail from R. Wyron regarding status of Orrick's October prebills (.2); review and revise same (1.2); forward to R. Wyron for review and comment (.1). | 1.50 |
| 11/08/06 | R. Barainca | Continue preparing Orrick's Quarterly fee application. | 2.20 |
| 11/09/06 | R. Barainca | E-mails to L. Blackhurst regarding fee application information. | 0.60 |
| 11/09/06 | R. Barainca | Continue preparing Orrick's Third Quarterly fee application. | 0.80 |
| 11/09/06 | D. Fullem | Review and prepare updates to Orrick spreadsheet of fees and expenses and accounts receivable. | 0.70 |
| 11/09/06 | R. Wyron | Review October pre-bill and provide comments. | 0.60 |
| 11/10/06 | D. Fullem | Review and respond to e-mail from R. Wyron regarding recent payment from Grace for August 80/100 fees and expenses (.2); prepare update to spreadsheets regarding same (.4). | 0.60 |
| 11/14/06 | R. Barainca | Edit Orrick's Third Quarterly fee application. | 0.40 |
| 11/14/06 | D. Fullem | Confer with R. Barainca regarding status of Orrick's quarterly fee application. | 0.20 |
| 11/16/06 | R. Barainca | Prepare Orrick's Third Quarterly fee application for filing. | 0.60 |
| 11/16/06 | D. Fullem | Review e-mail from R. Barainca regarding filing of Orrick's monthly fee application. | 0.10 |
| 11/27/06 | D. Fullem | Review and respond to e-mail from R. Frankel regarding outstanding balance. | 0.20 |
| 11/27/06 | D. Fullem | Prepare summary of Orrick's October fees and expenses. | 0.20 |
| 11/27/06 | D. Fullem | Prepare October fee application and summary of hours/fees/expenses. | 1.50 |
| 11/27/06 | D. Fullem | Prepare e-mail to P. Reyes regarding status of October invoices. | 0.10 |
| 11/28/06 | R. Barainca | Prepare Orrick's Certificate of No Objection for September 2006 monthly fee application. | 0.30 |



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 28

December 13, 2006
Invoice No. 1044975

| | | | |
|----------|-------------|---|------|
| 11/28/06 | D. Fullem | Finish draft of October monthly fee application. | 1.60 |
| 11/28/06 | D. Fullem | E-mails to and from R. Wyron regarding status of October fee application (.1); forward draft fee application to R. Wyron for review (.1); review and respond to questions on same from R. Wyron (.2). | 0.40 |
| 11/28/06 | D. Fullem | Review e-mails from R. Wyron and R. Barainca regarding CNO to be prepared and filed on Orrick's September fee application. | 0.20 |
| 11/28/06 | R. Wyron | Review draft fee application and follow-up with D. Fullem (.6); review CNOs (.3). | 0.90 |
| 11/29/06 | R. Barainca | Prepare Orrick's Certificate of No Objection for their September 2006 monthly fee application for filing. | 0.30 |
| 11/29/06 | R. Wyron | Review draft October fee application and provide comments. | 0.60 |
| 11/30/06 | D. Fullem | Assemble documents relating to Orrick fee application and exhibits and finalize for filing; coordinate filing with Court and service of same on parties. | 1.00 |
| 11/30/06 | D. Fullem | Prepare updates to fee and expense spreadsheets and forward to R. Frankel and R. Wyron. | 0.30 |
| 11/30/06 | R. Wyron | Review revised fee application for October (.3); review status of payments (.1). | 0.40 |

Total Hours 22.60

Total For Services

\$5,070.50

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|--------------|-------------|---------------|
| Rachael Barainca | 10.90 | 140.00 | 1,526.00 |
| Debra O. Fullem | 9.20 | 210.00 | 1,932.00 |
| Richard H. Wyron | 2.50 | 645.00 | 1,612.50 |
| Total All Timekeepers | 22.60 | \$224.36 | \$5,070.50 |

Disbursements

Duplicating Expense

5,023.05

Express Delivery

116.68

Total Disbursements

\$5,139.73

Total For This Matter

\$10,210.23

*** COMBINED TOTALS ***



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 29

December 13, 2006
Invoice No. 1044975

| | | |
|----------------------------------|--------|--------------|
| Total Hours | 814.30 | |
| Total Fees, all Matters | | \$387,429.00 |
| Total Disbursements, all Matters | | \$31,267.21 |
| Total Amount Due | | \$418,696.21 |